

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

AKORN HOLDING COMPANY LLC, *et al.*,
Debtors

Chapter 7

Case No. 23-10253 (KBO)
(Jointly Administered)

**PROTECTIVE OBJECTION OF EVOQUA WATER TECHNOLOGIES LLC TO NOTICE OF
SALE OF ASSETS, AUCTION AND SALE HEARING**

Evoqua Water Technologies LLC ("Evoqua"), by its undersigned counsel, hereby files its Protective Objection to Notice of Sale of Assets, Auction and Sale Hearing and in support thereof, states as follows:

Background

1. Evoqua Water Technologies LLC is a limited liability company organized under the laws of the State of Delaware with its principal place of business in Pittsburgh, Pennsylvania.

2. Pursuant to a certain Maintenance Agreement originally entered into by Evoqua's predecessor and Debtor Akorn Operating Company's predecessor dated December 26, 2012, Evoqua provided certain deionization exchange tanks for use in Debtor Akorn's operations in Amityville, New York. A true and correct copy of such Maintenance Agreement is attached hereto and made a part hereof as Exhibit "A".

3. As required by Debtor's operations (and intended by the parties to the Maintenance Agreement), Evoqua would supply certain tanks to Debtor and would replace the tanks on a regular basis. At the time of the commencement of Debtor's bankruptcy case, Evoqua had provided 4 "super tanks" and 38 smaller tanks (3.6 cubic feet) for use and on site at Debtor's Amityville location ("Subject Tanks").

4. Evoqua representatives have been attempting to clarify the status of the Subject Tanks (and the return thereof) with Debtor representatives. However, due to, *inter alia*, the abrupt closing of Debtor's operation in Amityville, Evoqua representatives have not been successful in reaching appropriate Debtor representatives.

Protective Objection

5. Debtors have filed a Notice of Sale of Assets, Auction and Sale Hearing (Doc. No. 145) by with the Chapter 7 Trustee (appointed in this case) notified interested parties, et al., of a pending Auction and Sale Hearing relating to the sale of all or substantially all of the Debtors' assets.

6. It is not clear from Court filings whether the Subject Tanks have been or will be included in the assets to be offered for sale in this process.

7. Counsel for Evoqua has been in contact with counsel for the Trustee concerning these details but to date, no final resolution of the issues related hereto has been reached.

8. Evoqua hereby reserves all of its rights to the Subject Tanks and if necessary, seeks either (1) a determination by this Court or (2) confirmation by the Trustee that the Subject Tanks will be excluded from any sale proposed and finalized by the Debtors estate.

WHEREFORE, Evoqua Water Technologies LLC respectfully requests that in the event a sale of Debtors' assets is ultimately effectuated, that none of the Subject Tanks are included with any of the assets to be transferred to a subsequent Buyer.

Respectfully submitted,
DICKIE, McCAMEY & CHILCOTE, P.C.

By /s/ *Samuel R. Grego*

Samuel R. Grego, Esquire
Paul A. Roman, Jr., Esquire

Two PPG Place, Suite 400
Pittsburgh, PA 15222
(412) 281-7272

William R. Adams, Esquire
DICKIE, McCAMEY & CHILCOTE, L.C.
222 Delaware Avenue, Suite 1040
Wilmington, DE 19801-1621

Counsel for Evoqua Water Technologies LLC

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